

#### **UNITED STATES** SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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## ANNUAL AUDITED REPORT Section SEC FILE NUMBER **FORM X-17A-5** PART III

FEB 23 2011

Washington, DC

Information Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

**FACING PAGE** 

REPORT FOR THE PERIOD BEGINNING	1/1/2010	AND ENDING _	12/31/2010
	MM/DD/YY		MM/DD/YY
A. R	REGISTRANT IDENTIFIC	CATION	
NAME OF BROKER-DEALER: Sage Pa	rtners Securities, LLC		
		OFFICIAL USE ONLY	
y the San Alexander Const.	ingeria. Tanan dan merenangan dan dan dan d Tanan dan dan dan dan dan dan dan dan dan		FIRM ID. NO.
ADDRESS OF PRINCIPAL PLACE OF BUSIN	ESS: (Do not use P.Q. Box No.)		
11111 Santa Monica Blvd, Stifte 2200	Noton Res		
acimateb 1, 2012	(Marad Sceet)		
Los Angeles		90025	
(City)	(State)		(Zip Code)
NAME AND TELEPHONE NUMBER OF PER	SON TO CONTACT IN REGAR	D TO THIS REPORT	
Mark Vidergauz, Managing Director and Cl	nief Executive Officer		310-478-7899
	(Area Code Telephone No.)		
В. А	CCOUNTANT IDENTIFI	CATION	
INDEPENDENT PUBLIC ACCOUNTANT who	ose opinion is contained in this Re	port*	
Rothstein Kass & Company, P.C.			
(N	ame if individual, state last, first, midd	le name )	
4 Becker Farm Road	Roseland	NJ	07068
(Address)	(City)	(State)	(Zip Code)
CHECK ONE:			
<ul><li>☑ Certified Public Accountant</li><li>☐ Public Accountant</li></ul>			
<del></del>	tatas ar any of its massassions		
Accountant not resident in United S	tates of any of its possessions		
	FOR OFFICIAL USE ONLY		

SEC 1410 (06-02)

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.



<sup>\*</sup>Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See section 240.17a-5(e)(2).

## **OATH OR AFFIRMATION**

I,		Mark Vidergauz	, swear (or affirm) that, to th
be		knowledge and belief the accompanying financial statement and supporting sc	hedules pertaining to the firm of
		Sage Partners Securities, LLC	, as of
		December 31 ,20 10 , are true and correct. I further swear (or	
	• •	artner, proprietor, principal officer or director has any proprietary interest in any	y account classified solely as that of
a c	customer,	r, except as follows:	
-			
-			
-			Muyay .
		\ \ \ \ .	Signature
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	V.		Title
	MAIL	$\frac{1}{2}$	<i>,</i> 0
_	- VVK	Notary Public	IGH A. RAHN
		Comm	ission # 1790003
		Los /	Public - California : Angeles County :
		MyCom	m. Expires Feb 1, 2012
_	-	t** contains (check all applicable boxes):	
x x	• •	icing page.	
		atement of Financial Condition.	
		atement of Income (Loss).	
		atement of Changes in Financial Condition.	
	` '	atement of Changes in Stockholders' Equity or Partners' or Sole Proprietor's Ca	pital.
	(f) State	atement of Changes in Liabilities Subordinated to Claims of Creditors.	
	(g) Com	omputation of Net Capital.	
	(h) Com	omputation for Determination of Reserve Requirements Pursuant to Rule 15c3-	3.
П	(i) Info	formation Relating to the Possession or control Requirements Under Rule 15c3	3-3.
П	• •	Reconciliation, including appropriate explanation, of the Computation of Net Computation	
ш	•	omputation for Determination of the Reserve Requirements Under Exhibit A of	<del>-</del>
П		Reconciliation between the audited and unaudited Statements of Financial Con	
Ш	, ,	lidation.	idition with respect to memous or con
x		n Oath or Affirmation.	
		copy of the SIPC Supplemental Report.	
H		report describing any material inadequacies found to exist or found to have exi	sted since the date of the previous audit
H	• /	dependent auditor's report on internal accounting control.	site since the date of the provious addit.
님			
		chedule of segregation requirements and funds in segregationcustomers' regularsuant to Rule 171-5.	atea commodity futures account

<sup>\*\*</sup>For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

# SAGE PARTNERS SECURITIES, LLC (A Wholly Owned Subsidiary of The Sage Group, LLC)

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Certified Public Accountants Rothstein, Kass & Company, P.C. 4 Becker Farm Road Roseland, NJ 07068 tel 973.994.6666 fax 973.994.0337 www.rkco.com

Beverly Hills
Dallas
Denver
Grand Cayman
Irvine
New York
Roseland
San Francisco
Walnut Creek

## Rothstein Kass

### INDEPENDENT AUDITORS' REPORT

To the Member of Sage Partners Securities, LLC (A Wholly Owned Subsidiary of The Sage Group, LLC)

We have audited the accompanying statement of financial condition of Sage Partners Securities, LLC (a wholly owned subsidiary of The Sage Group, LLC) (the "Company") as of December 31, 2010. This statement of financial condition is the responsibility of the Company's management. Our responsibility is to express an opinion on this statement of financial condition based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the statement of financial condition is free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the statement of financial condition, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall statement of financial condition presentation. We believe that our audit of the statement of financial condition provides a reasonable basis for our opinion

In our opinion, the statement of financial condition referred to above presents fairly, in all material respects, the financial position of Sage Partners Securities, LLC as of December 31, 2010, in conformity with accounting principles generally accepted in the United States of America.

Rothstein, Kass & Company, P.C.

Roseland, New Jersey February 16, 2011

# SAGE PARTNERS SECURITIES, LLC (A Wholly Owned Subsidiary of The Sage Group, LLC)

## STATEMENT OF FINANCIAL CONDITION

December 31, 2010		
December 5 1, 25 15	·	
ASSETS		
Cash	\$	512,586
Certificate of deposit		516,778
Investment banking fees receivable		757,211
Prepaid expenses		21,575
	\$	1,808,150
LIABILITIES AND MEMBER'S EQUITY	\$	1,808,150
LIABILITIES AND MEMBER'S EQUITY  Liabilities  Accounts payable Payable to Parent	\$	7,070 684,466
Liabilities Accounts payable	·*	7,070
Liabilities Accounts payable Payable to Parent	·*	7,070 684,466

## SAGE PARTNERS SECURITIES, LLC

(A Wholly Owned Subsidiary of The Sage Group, LLC)

NOTES TO FINANCIAL STATEMENT

#### 1. Nature of business and summary of significant accounting policies

#### Nature of Business

Sage Partners Securities, LLC (the "Company"), a California Limited Liability Company, located in Los Angeles, California, was formed in June 2000 as a wholly owned subsidiary of The Sage Group, LLC (the "Parent" and, collectively with the Company, "Sage"). The Company is a registered broker-dealer with the Securities and Exchange Commission ("SEC") and is a member of the Financial Industry Regulatory Authority ("FINRA").

The Company is a merchant banking firm that provides a variety of corporate finance and financial advisory services to middle market and emerging growth clients throughout the United States. Such services include advisory on mergers, acquisitions, divestitures, management buyouts, and restructurings, as well as providing valuation services, fairness opinions and other related services in connection with client transactions. Sage may also participate in private equity placements, private debt and mezzanine placements, and the facilitation of public market activities through its strong relationships with leading Wall Street underwriting firms and other financial institutions.

The Company does not accept customer funds in the name of Sage Partners Securities, LLC. In addition, the Company does not currently engage in the purchase or sale of listed, over the counter equities, options or futures, does not plan to be a securities market maker, and will generally not hold any security positions.

#### Basis of Presentation

The financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America ("GAAP").

These financial statements were approved by management and available for issuance on February 16, 2011. Subsequent events have been evaluated through this date.

Valuation of Investments in Securities and Securities at Fair Value - Definition and Hierarchy

In accordance with GAAP, fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (i.e., the "exit price") in an orderly transaction between market participants at the measurement date.

In determining fair value, the Company uses various valuation approaches. In accordance with GAAP, a fair value hierarchy for inputs is used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are those that market participants would use in pricing the asset or liability based on market data obtained from sources independent of the Company. Unobservable inputs reflect the Company's assumptions about the inputs market participants would use in pricing the asset or liability developed based on the best information available in the circumstances. The fair value hierarchy is categorized into three levels based on the inputs as follows:

## SAGE PARTNERS SECURITIES, LLC

(A Wholly Owned Subsidiary of The Sage Group, LLC)

#### NOTES TO FINANCIAL STATEMENT

#### 1. Nature of business and summary of significant accounting policies (continued)

Valuation of Investments in Securities and Securities at Fair Value - Definition and Hierarchy (continued)

Level 1 - Valuations based on unadjusted quoted prices in active markets for identical assets or liabilities that the Company has the ability to access. Valuation adjustments and block discounts are not applied to Level 1 securities. Since valuations are based on quoted prices that are readily and regularly available in an active market, valuation of these securities does not entail a significant degree of judgment.

Level 2 - Valuations based on quoted prices in markets that are not active or for which all significant inputs are observable, either directly or indirectly.

Level 3 - Valuations based on inputs that are unobservable and significant to the overall fair value measurement.

#### Valuation Techniques

The Company values its investment in the certificate of deposit at cost, plus accrued interest earned.

#### Revenue Recognition

The Company principally generates revenue from investment banking and advisory services. Investment banking fees are recognized as revenue upon closing of a client transaction. Advisory service revenues are non-refundable retainer fees collected in advance and are deferred and amortized over the estimated period the services are provided.

#### Income Taxes

The Company is a limited liability company, and treated as a partnership for income tax reporting purposes. The Internal Revenue Code ("IRC") provides that any income or loss is passed through to the members for federal and state income tax purposes. Accordingly, the Company has not provided for federal or state income taxes.

At December 31, 2010, management has determined that the Company had no uncertain tax positions that would require financial statement recognition. This determination will always be subject to ongoing reevaluation as facts and circumstances may require. The Company remains subject to U.S. federal and state income tax audits for all periods subsequent to 2007.

#### Use of Estimates

The preparation of financial statements in conformity with GAAP requires the Company's management to make estimates and assumptions that affect the amounts disclosed in the financial statements. Actual results could differ from those estimates.

## SAGE PARTNERS SECURITIES, LLC

(A Wholly Owned Subsidiary of The Sage Group, LLC)

**NOTES TO FINANCIAL STATEMENT** 

#### 2. Fair value measurements

The Company's assets recorded at fair value have been categorized based upon a fair value hierarchy as described in the Company's significant accounting policies in Note 1.

The following table presents information about the Company's assets measured at fair value as of December 31, 2010 (in thousands):

	in Mar Identid	Quoted Prices in Active Markets for Identical Assets (Level 1)		Significant Other Observable Inputs (Level 2)		Significant Unobservable Inputs (Level 3)		Balance as of December 31, 2010	
Assets (at fair value)									
Certificate of deposit	\$	517	\$	_	\$	-	\$	517	

#### 3. Concentrations

The Company maintains its cash balances in various financial institutions. These balances are insured by the Federal Deposit Insurance Corporation up to \$250,000 per institution.

#### 4. Transactions with Parent

Pursuant to a management fee agreement, the Parent provides all managerial, administrative, and compliance services to the Company. In exchange for these services, the Parent charged the Company \$3,600,000 for the year ended December 31, 2010 according to the management fee agreement effective January 1, 2009.

#### 5. Net capital requirement

The Company, as a member of FINRA, is subject to the Securities and Exchange Commission Uniform Net Capital Rule 15c3-1. This Rule requires the maintenance of minimum net capital and that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1 and that equity capital may not be withdrawn or cash dividends paid if the resulting net capital ratio would exceed 10 to 1. At December 31, 2010, the Company's net capital was approximately \$337,000, which was approximately \$291,000 in excess of its minimum requirement of approximately \$46,000.

#### 6. Exemption from Rule 15c3-3

The Company is exempt from the Securities and Exchange Commission Rule 15c3-3 and, therefore, is not required to maintain a "Special Reserve Bank Account for the Exclusive Benefit of Customers".

## SAGE PARTNERS SECURITIES, LLC (A Wholly Owned Subsidiary of The Sage Group, LLC)

STATEMENT OF FINANCIAL CONDITION AND INDEPENDENT AUDITORS' REPORT

**DECEMBER 31, 2010**